

**ORGANIZATION MEETING BY JOINT WRITTEN CONSENT
OF ALL OF THE DIRECTORS AND SHAREHOLDERS OF
TREE TOPS NEIGHBORHOOD ASSOCIATION, INC.**

The undersigned, being the incorporator, and all of the directors named in the Articles of Incorporation and all of the members of this corporation, at the call of all of the those directors, all of whom hereby consent to, and waive notice of, this meeting by joint written consent, hereby together consent to the adoption of the following resolutions and the actions represented or authorized by such resolutions:

RESOLVED, that the minute book obtained for the corporation by Gatlin & Birch, P.A., is hereby adopted as the minute book of the corporation;

RESOLVED, that the Articles of Incorporation prepared by Gatlin & Birch, P.A., signed by the incorporators set forth therein, and filed with the office of the Secretary of State of the State of Florida, as acknowledged by the certified copy and certificate of incorporation, are approved as the Articles of Incorporation of the corporation and the charges and expenses incurred in the formation of the corporation are determined to be reasonable and authorized to be paid by the corporation;

RESOLVED, that the draft of bylaws proposed by Gatlin & Birch, P.A., having been reviewed by the directors named in the Articles of Incorporation, are adopted as the official bylaws of the corporation, a copy of those bylaws having been attached to this joint written consent;

RESOLVED, that a corporate seal, consisting of two (2) concentric circles containing the words "TREE TOPS NEIGHBORHOOD ASSOCIATION, INC." and in the center of such circles the word "Incorporated" together with the date of incorporation of this corporation and the word "Florida", is adopted as the corporate seal of the corporation, and the secretary is

instructed to impress such seal on the minutes of this meeting opposite the place where this resolution appears;

RESOLVED, that the election in the Articles of Incorporation of the following individuals to the offices set forth opposite their names is hereby ratified and confirmed:

<u>NAME</u>	<u>OFFICE</u>
Anna K. Laughridge	President/Secretary/Treasurer
Mark A. Brown, Sr.	Vice President

RESOLVED, that the officers of the corporation are hereby authorized and empowered to designate one or more financial institutions as depositories for this corporation, and to open one or more accounts with any such financial institutions, and that funds may be deposited with, and withdrawn from, such financial institution(s);

RESOLVED, that the corporation adopt as its accounting period the fiscal year ending June 30, and that the corporate books of accounts shall be maintained, the corporate income shall be computed, and any tax return shall be filed on the basis of such fiscal year;

RESOLVED, that the corporation hereby elects to be taxed as a homeowner's association in accordance with Section 528 of the Internal Revenue Code, and that the officers of this corporation are hereby authorized and empowered to execute and file any and all documents needed to make that tax election, including without limitation, the execution and filing of a form 1120(h) with the Internal Revenue Service;

RESOLVED, that Tree Tops I, LLC, as the Declarant, and as the sole owner of the Neighborhood Lands, is the sole member of this corporation;

RESOLVED, that the officers of the corporation are directed to furnish the accountant for the corporation with the necessary information for obtaining necessary tax numbers, and

compliance with the tax treatment suggested by the accountant, and that the corporation be operated in accordance with the guidelines specified by that tax treatment;

RESOLVED, that the officers of the corporation are directed to obtain any necessary licenses and permits, as well as providing the accountant with necessary information to obtain any necessary registrations;

RESOLVED, that the officers of the corporation are directed to contact one or more insurance agents and determine the viability of obtaining insurance coverage, considering both the expense and the risk, as to corporate assets, liability, worker's compensation, director's liability insurance, and key employees;

RESOLVED, that the president and secretary of the corporation are authorized to negotiate and enter into a lease for the well and well water system to be utilized by the Neighborhood, on such terms and conditions as they shall deem reasonable;

RESOLVED, that the President and Secretary of the Corporation are hereby authorized, on behalf of the Corporation, to borrow from the Declarant such sums as those officers determine are needed by the Corporation, on such terms and conditions as those officers may deem advisable, and such officers are authorized to execute any and all documents necessary to document such loan(s);

RESOLVED, that any written pre-incorporation agreement signed by the persons now acting as President or Vice President of this corporation, purporting to be a contract between the corporation and any third party or corporation, is hereby adopted and ratified by this corporation as its own act and agreement;

RESOLVED, that the registered agent and registered office of the corporation as designated by the Articles of Incorporation are hereby ratified and approved;

FURTHER RESOLVED, that the acts of the incorporator of the corporation in organizing and incorporating the corporation, including, without limitation, the engagement of attorneys, accountants, and other consultants, are hereby ratified and approved and the treasurer is hereby directed to reimburse the incorporator of the corporation for any expenses incurred by them in organizing and incorporating the corporation.

IN WITNESS WHEREOF, the undersigned have executed this joint written consent effective this 8th day of August, 2002.

MEMBERS:

TREE TOPS I, LLC, a Florida Limited Liability Company

By: Montague Land Development, Inc., a Florida corporation, as its sole member and Operating Manager

Date: 9-3-2003

By: Anna K. Laughridge
ANNA K. LAUGHRIDGE, Vice President of Montague Land Development, Inc.

DIRECTORS:

Date: 9-3-2002

Anna K. Laughridge
Anna K. Laughridge

Date: 09-3-2002

Mark A. Brown Sr.
Mark A. Brown, Sr.

Date: 8-29-2002

Charles Hannah
Charles Hannah

INCORPORATOR:

Date: 9-3-2003

Anna K. Laughridge
Anna K. Laughridge

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Exhibit "C"

By-Laws of Tree Tops Neighborhood Association, Inc.